

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORKIN RE: SATYAM COMPUTER SERVICES LTD.
SECURITIES LITIGATION

USDC SDNY
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No. 09-MD-2027-BSJ

STIPULATION AND AGREED SCHEDULING ORDER

WHEREAS, on December 14, 2010, Lead Plaintiffs filed a Notice of Motion for Leave to Amend the Consolidated Class Action Complaint Pursuant to Rule 15(a) (the "Motion to Amend");

WHEREAS, on February 16, 2011, the Court entered an Order, *inter alia*, granting Lead Plaintiffs' Motion to Amend and dismissing all pending motions to dismiss the Consolidated Class Action Complaint as moot;

WHEREAS, on February 16, 2011, Lead Plaintiffs and Defendant Satyam Computer Services Ltd. ("Satyam") entered into a Stipulation and Agreement of Settlement ("the Partial Settlement") pursuant to which these parties agreed to settle, subject to the approval of the Court, all claims asserted by Lead Plaintiffs against Satyam in this Action;

WHEREAS, the Partial Settlement does not resolve Lead Plaintiffs' claims against any of the other Defendants in this Action, including those against Maytas Properties Ltd., Maytas Infra Ltd., Byrraju Rama Raju, Jr., and Byrraju Teja Raju (the "Maytas Defendants"); Mangalam Srinivasan, Ram Mynampati, M. Rammohan Rao, T.R. Prasad, V.S. Raju, Vinod K. Dham, and Krishna G. Palepu (the "Director Defendants"); or PricewaterhouseCoopers International Ltd., Price Waterhouse, PricewaterhouseCoopers Pvt. Ltd., Lovelock & Lewes and

PricewaterhouseCoopers LLP (the "PwC Entity Defendants") (collectively, with the Maytas Defendants and Director Defendants, the "Non-Settling Defendants");

WHEREAS, on February 17, 2011, Lead Plaintiffs filed the First Amended Consolidated Class Action Complaint (the "FAC"), which added, *inter alia*, PricewaterhouseCoopers LLP as a named party (defendant);

WHEREAS, for the convenience of the Court, Lead Plaintiffs and the Non-Settling Defendants have agreed to a proposed schedule for motion(s) seeking to dismiss the FAC.

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, THAT:

1. The Maytas Defendants will answer, move to dismiss, or otherwise respond to the FAC no later than 45 days after the entry of this Order. If motion(s) to dismiss the FAC are filed by the Maytas Defendants, Lead Plaintiffs will file their opposition(s) to the motion(s) no later than 45 days after the filing of the motion(s), and the Maytas Defendants will have no more than 20 days thereafter to reply.

2. The Director Defendants will answer, move to dismiss, or otherwise respond to the FAC no later than 45 days after the entry of this Order. If motion(s) to dismiss the FAC are filed by the Director Defendants, Lead Plaintiffs will file their opposition(s) to the motion(s) no later than 45 days after the filing of the motion(s), and the Director Defendants will have no more than 20 days thereafter to reply.

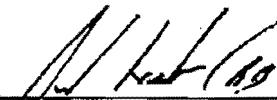
3. The PwC Entity Defendants will answer, move to dismiss, or otherwise respond to the FAC no later than 60 days after the entry of this Order. If motion(s) to dismiss the FAC are filed by the PwC Entity Defendants, Lead Plaintiffs will file their opposition(s) to the motion(s) no later than 45 days after the filing of the motion(s), and the PwC Entity Defendants will have no more than 30 days thereafter to reply.

Dated: February 28, 2011



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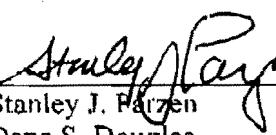
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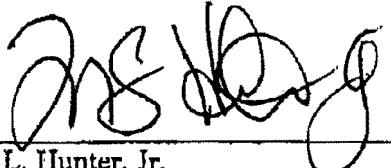
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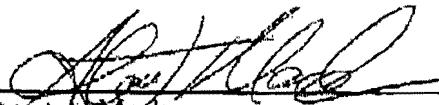
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DONE and ORDERED this 3rd day of March, 2011.

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